

0100249033

**SULLIVAN & WORCESTER**

1025 CONNECTICUT AVENUE, N. W.  
WASHINGTON, D. C. 20036

(202) 775-8190

TELECOPIER NO. 202-293-2275

June, 2 1994

IN BOSTON, MASSACHUSETTS  
ONE POST OFFICE SQUARE  
BOSTON, MASSACHUSETTS 02109  
(617) 338-2800  
TELECOPIER NO. 617-338-2880  
TWX: 710-321-1976

IN NEW YORK CITY  
767 THIRD AVENUE  
NEW YORK, NEW YORK 10017  
(212) 486-8200  
TELECOPIER NO. 212-758-2151

Interstate Commerce Commission  
12th & Constitution Avenue N.W.  
Washington, D.C. 20423  
Attn: Mildred Lee

RECORDATION NO. 11041-*E* FILED 1025

JUN 2 1994 - 10 55 AM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

Enclosed for filing and recordation with the Commission are an original and six counterparts of the document described below to be recorded pursuant to 49 USC § 11303.

This document is a CERTIFICATE OF AMENDMENT OF EQUIPMENT IDENTIFYING MARKS, dated May 27, 1994 by BANKERS TRUST COMPANY, Owner/Lessor.

The primary document to which this document is connected is No. 11041.

The name and address of the party to this document is as follows:

Owner/Lessor: Bankers Trust Company  
130 Liberty Street  
New York, New York 10006

The equipment covered by this document is 189 covered hopper cars bearing marks CAGX 501, 502, 504-506, 509, 511-513, 515, 516, 518, 519, 521, 522, 524-528, 530, 532, 533, 536, 537, 539, 540, 542-552, 562-564, 566, 571-572, 577, 587, 589-590, 592-593, 596, 598, 605, 610, 612, 619, 621, 654-656, 658, 685, 686, and 698; MILW 500, 503, 507-508, 510, 514, 517, 520, 529, 531, 535, 538, 541, 553-555, 557-561, 565, 567, 570, 573, 575-576, 578-586, 591, 594-595, 597, 599, 600-604, 606-609, 611, 613-618, 620, 622-623, 625-647, 649-653, 657, 659, 662-684, 687-697, and 699

This document should be indexed as: Certificate of Amendment Of Equipment Identifying Marks, dated May 27, 1994 By Bankers Trust Company.

A check in the amount of \$18.00 for the requisite filing fee is enclosed.

Very truly yours,

*Robert L. Calhoun*  
Robert L. Calhoun

Attorney for Bankers Trust Company

RECEIVED  
JUN 2 1994  
OFFICE OF THE  
SECRETARY  
U.S. DEPT. OF COMMERCE

RECEIVED  
JUN 2 1994  
OFFICE OF THE  
SECRETARY  
U.S. DEPT. OF COMMERCE

Enclosure

CERTIFICATE OF AMENDMENT OF  
EQUIPMENT IDENTIFYING MARKS

RECORDATION NO. 11041-E FILED 1425  
JUN 2 1994 - 10 55 AM  
INTERSTATE COMMERCE COMMISSION

THIS CERTIFICATE made this 27th day of May, 1994 by  
Bankers Trust Company.

W I T N E S S E T H :

WHEREAS, Bankers Trust Company is the Owner/Lessor of  
one hundred eighty-nine (189) covered hopper cars, originally  
bearing identifying marks as set forth in Exhibit A attached  
hereto (the Equipment), which freight cars are owned by Bankers  
Trust Company and which freight cars are subject to existing  
liens and encumbrances; and

WHEREAS, Bankers Trust Company, is certifying that the  
identifying marks of the units of the Equipment, which were  
heretofore subject to filings with the Interstate Commerce  
Commission pursuant to Section 11101 of Title 49 of the U.S.  
Code under the Recordation No. 11041 have been amended as set  
forth in Exhibit A.

NOW, THEREFORE, in consideration of the premises, Bankers  
Trust Company does hereby certify that the current identifying  
marks of the one hundred eighty-nine (189) units of Equipment  
are as set forth in Exhibit A.

STATE OF NEW YORK    )  
                                  )  
COUNTY OF NEW YORK )

On this 27 day of May, 1994 before me personally appeared Jeffrey Russo who  
being by me duly sworn says that he is the Vice President of Bankers Trust Company and that  
the seal affixed to the foregoing instrument was signed on behalf of said corporation by authority  
of the Board of Directors of said Corporation.

ANGELA C. PITCHFORD  
Notary Public, State of New York  
No. 01PI5023309  
Qualified in New York County  
Commission Expires Feb. 7, 1996

Angela C. Pitchford

Notary Public

# EXHIBIT A

<u>ORIGINAL CARMARK</u>	<u>CURRENT CARMARK</u>	<u>CURRENT CARMARK</u>
CAGX 500-522	CAGX 501, 502, 504-506, 509 CAGX 511-513, 515, 516, 518, 519 CAGX 521, 522	MILW 500, 503, 507, 508 MILW 510, 514, 517 MILW 520
CAGX 523	DESTROYED	
CAGX 524-533	CAGX 524-528, 530, 532, 533	MILW 529, 531
CAGX 534	DESTROYED	
CAGX 535-555	CAGX 536, 537, 539 CAGX 540, 542-549, 550-552	MILW 535, 538 MILW 541, 553-555
CAGX 556	DESTROYED	
CAGX 557-567	CAGX 562-564, 566	MILW 557-559, 560, 561, 565, 567
CAGX 568	DESTROYED	
CAGX 569	DESTROYED	
CAGX 570-573	CAGX 571, 572	MILW 570, 573
CAGX 574	DESTROYED	
CAGX 575-587	CAGX 577, 587	MILW 575, 576, 578, 579, 580-586
CAGX 588	DESTROYED	
CAGX 589-623	CAGX 589, 590, 592, 593 CAGX 596, 598 CAGX 605, 610, 612, 619, 621	MILW 591, 594, 595 MILW 597, 599 MILW 600-604, 606-609, 611, 613-618, 620, 622, 623
CAGX 624	DESTROYED	
CAGX 625-647		MILW 625-647
CAGX 648	DESTROYED	
CAGX 649-659	CAGX 654-656, 658	MILW 649, 650-653, 657, 659
CAGX 660	DESTROYED	
CAGX 661	DESTROYED	
CAGX 662-699	CAGX 685, 686 CAGX 698	MILW 662-684, 687-689 MILW 690-697, 699
TOTAL	64	125

Bankers Trust Company

By: Its Vice President

1741M/3

Peavey 31266-0

NOTICE TO AND CONSENT OF AGENT

Whereas, Bankers Trust Company (hereinafter called the "Beneficiary") and LaSalle National Bank (as successor in interest to Exchange National Bank of Chicago, hereinafter called the "Trustee") entered into a Trust Agreement (hereinafter the "Trust Agreement") dated as of October 1, 1979;

Whereas, Bankers Trust Company and Peavey Company entered into a Participation Agreement dated as of October 1, 1979 for the purchase and lease of certain railcars.

Pursuant to Section 7.01 of the Trust Agreement, Trustee has resigned and First Security Bank of Utah, N.A. ("FSBU"), a national banking association duly organized and existing under the laws of the United States of America, has accepted appointment as Successor Trustee under the Trust Agreement.

LaSalle National Bank's resignation as Trustee, and FSBU's appointment as successor Trustee will be effective as of the opening of business on September 1, 1992.

Following the effective date of the appointment of FSBU as Successor Trustee all payments, correspondence and notices should be sent to First Security Bank of Utah, N.A., at the following address:

Corporate Trust Department  
79 South Main Street  
Salt Lake City, Utah 84111

La Salle National Bank, as Agent, by its execution hereof, acknowledges that it has been served notice of and consents to, the Resignation, Appointment and Acceptance (in the form attached hereto as Exhibit A).

By: 

Its: \_\_\_\_\_

VICE PRESIDENT

Dated: 11/12/92

RECORDATION NO. 11041-E  
JUN 2 1994 11:55 AM  
INTERSTATE COMMERCE COMMISSION

**CERTIFICATE OF AMENDMENT OF  
EQUIPMENT IDENTIFYING MARKS**

THIS CERTIFICATE made this 27th day of May, 1994 by  
Bankers Trust Company.

**W I T N E S S E T H :**

WHEREAS, Bankers Trust Company is the Owner/Lessor of one hundred eighty-nine (189) covered hopper cars, originally bearing identifying marks as set forth in Exhibit A attached hereto (the Equipment), which freight cars are owned by Bankers Trust Company and which freight cars are subject to existing liens and encumbrances; and

WHEREAS, Bankers Trust Company, is certifying that the identifying marks of the units of the Equipment, which were heretofore subject to filings with the Interstate Commerce Commission pursuant to Section 11101 of Title 49 of the U.S. Code under the Recordation No. 11041 have been amended as set forth in Exhibit A.

NOW, THEREFORE, in consideration of the premises, Bankers Trust Company does hereby certify that the current identifying marks of the one hundred eighty-nine (189) units of Equipment are as set forth in Exhibit A.

STATE OF NEW YORK    )  
                                  )  
COUNTY OF NEW YORK )

On this 27 day of May, 1994 before me personally appeared Jeffrey Russo who  
being by me duly sworn says that he is the Vice President of Bankers Trust Company and that  
the seal affixed to the foregoing instrument was signed on behalf of said corporation by authority  
of the Board of Directors of said Corporation.

ANGELA C. PITCHFORD  
Notary Public, State of New York  
No. 01PI5023309  
Qualified in New York County  
Commission Expires Feb. 7, 1996

Angela C. Pitchford

Notary Public

EXHIBIT A

<u>ORIGINAL</u> <u>CARMARK</u>	<u>CURRENT</u> <u>CARMARK</u>	<u>CURRENT</u> <u>CARMARK</u>
CAGX 500-522	CAGX 501, 502, 504-506, 509 CAGX 511-513, 515, 516, 518, 519 CAGX 521, 522	MILW 500, 503, 507, 508 MILW 510, 514, 517 MILW 520
CAGX 523	DESTROYED	
CAGX 524-533	CAGX 524-528, 530, 532, 533	MILW 529, 531
CAGX 534	DESTROYED	
CAGX 535-555	CAGX 536, 537, 539 CAGX 540, 542-549, 550-552	MILW 535, 538 MILW 541, 553-555
CAGX 556	DESTROYED	
CAGX 557-567	CAGX 562-564, 566	MILW 557-559, 560, 561, 565, 567
CAGX 568	DESTROYED	
CAGX 569	DESTROYED	
CAGX 570-573	CAGX 571, 572	MILW 570, 573
CAGX 574	DESTROYED	
CAGX 575-587	CAGX 577, 587	MILW 575, 576, 578, 579, 580-586
CAGX 588	DESTROYED	
CAGX 589-623	CAGX 589, 590, 592, 593 CAGX 596, 598 CAGX 605, 610, 612, 619, 621	MILW 591, 594, 595 MILW 597, 599 MILW 600-604, 606-609, 611, 613-618, 620, 622, 623
CAGX 624	DESTROYED	
CAGX 625-647		MILW 625-647
CAGX 648	DESTROYED	
CAGX 649-659	CAGX 654-656, 658	MILW 649, 650-653, 657, 659
CAGX 660	DESTROYED	
CAGX 661	DESTROYED	
CAGX 662-699	CAGX 685, 686 CAGX 698	MILW 662-684, 687-689 MILW 690-697, 699
TOTAL	64	125

Bankers Trust Company

By: 

Its Vice President

1741M/3